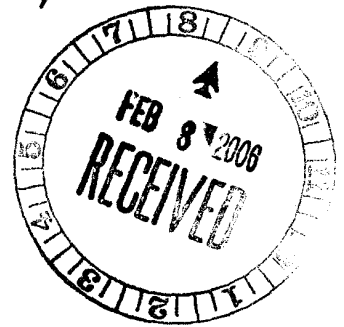


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JOHN D. HEFFNER, PLLC
1920 N ST., N.W., Suite 800
WASHINGTON, D.C.
20036

PHONE: (202) 263-4180
EMAIL: j.heffner@verizon.net

FAX: (202) 296-3939

FD 34802

DATE: 2/7/06

TO: *John D. Heffner 585-9011*
FROM: John D. Heffner
FAX Number: *585-9002*
Direct Line: (202) 263-4180
Number of Pages: Cover + *5*
Client/Matter: *9212*

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MESSAGE:

cc: Chas. Montague, Esq. 206-546-3739
Thomas McFarland, Esq. 312-201-9695

If you have any problems with this fax, please call (202) 263-4180

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BY FAX AND MAIL

February 7, 2006

Hon. Vernon A. Williams, Secretary
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423-0001

RE: STB Finance Docket No. 34802, Petition of Pyco
Industries, Inc., for Alternative Rail Service over the
tracks and facilities of South Plains Switching Ltd.

Dear Mr. Williams:

I am writing on behalf of West Texas & Lubbock Railway
Company, Inc. (WTLC) in connection with the above-captioned
alternative rail service proceeding.

On January 26, 2006, the Board served a decision
authorizing WTLC to provide alternative rail service over
the lines of South Plains Switching, Ltd. Co. (SAW) for an
initial 30 day period to serve the needs of Petitioner Pyco
Industries, Inc. (PYCO). At ordering paragraph 3 of that
decision, the Board directed PYCO (we believe it meant to
say WTLC) and SAW to promptly enter into protocols that
would allow for safe joint operations on this line and to
report to the Board that the required protocols are in
place.

By this letter, I am advising the Board that the
parties have met or talked on several occasions in an
attempt to negotiate a mutually satisfactory protocol.
Counsel for SAW has prepared the enclosed letter dated
February 1, 2006, purporting to represent such a protocol.
Initially, WTLC did not sign this document because it had
serious reservations about the ability of both WTLC and SAW
to serve their respective customers under this protocol.
At the urging of the Board's Melvin Clemens, WTLC has now

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signed and is now filing the enclosed protocol with the following addendum:

1. SAW presented WTLC with an ultimatum Thursday. WTLC proposed one change and that was not considered.

2. In order to provide service to all customers, WTLC believes the following need to be added:

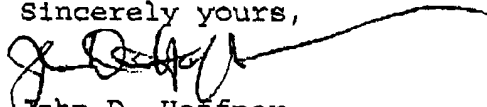
a. Track 9200 will be used for storage of inbound empties for PYCO. This will maintain the capacity available for handling PYCO empties that was in effect before Feb. 1. WTLC will have the right to switch cars as necessary on both tracks 9200 and 9298 to facilitate handling of PYCO empties and access to PYCO Plant 2.

b. The protocol clearly authorizes WTLC to make use of the route (track numbers unknown) between tracks 9200/9298 and Plant 2, irrespective of any questions of ownership or control of tracks on this route.

c. WTLC will have the right to operate after 7pm or before 7am.

Please contact me if you have any questions

Sincerely yours,


John D. Heffner

Enclosure

cc: Mr. Melvin Clemens (by fax)
Charles Montange, Esq.
Thomas McFarland, Esq.
Mr. Steve Gregory
Mr. Edwin Ellis

LAW OFFICE
THOMAS F. MCFARLAND, P.C.
208 SOUTH LASALLE STREET - SUITE 1890
CHICAGO, ILLINOIS 60604-1112
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FAX (312) 201-9695
mcfarland@aol.com

THOMAS F. MCFARLAND

February 6, 2006

By electronic mail

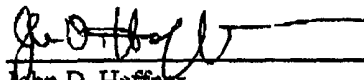
Vernon A. Williams, Secretary
Surface Transportation Board
Case Control Unit, Suite 713
1925 K Street, N.W.
Washington, DC 20423-0001

Re: STB Finance Docket No. 34802, *PYCO Industries, Inc. - Alternative Rail Service*
-- *South Plains Switching, Ltd. Co.*

Dear Mr. Williams:

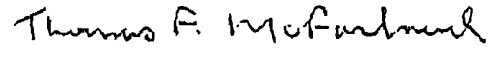
Pursuant to ordering paragraph 3 of the Board's decision in the above proceeding served January 26, 2006, South Plains Switching, Ltd. Co. (SAW) and West Texas & Lubbock Railway Company, Inc. (WTL) hereby jointly report to the Board that the operating protocols required in the decision are now in place. A copy of those protocols is attached to this joint report. SAW and WTL acknowledge and appreciate the efforts of Mr. Mel Clemens of the Board's staff in furthering negotiations for the operating protocol.

Very truly yours,



John D. Heffner

John D. Heffner, PLLC
1920 N Street, N.W., Suite 800
Washington, DC 20036
202-263-4180
Attorney for West Texas & Lubbock
Railway Company, Inc.



Thomas F. McFarland

Thomas F. McFarland
Attorney for South Plains
Switching, Ltd. Co.

T:\McF.M.:\mc:\wp8.0\1144\w-files\sb4

cc: Charles H. Montange, Esq., *by fax to 206-546-3739*
Gary McLaren, Esq., *by fax to 806-785-2521*
Mrs. Delilah Wisener, *by fax to 806-828-4863*
Mr. Dennis Olmstead, *by fax to 970-249-4099*

FEB-03-2006(FRI) 15:10 PYCO Industries

(FAX) 7443221

P. 002/003

Feb 03 06 02:08p Delilah Wisener
02-01-2006 10:22am From: Y MCFARLAND

8068283345 p2
312 281 8888 T-661 P.002/003 F-002

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THOMAS E MCFARLAND

February 1, 2006

By e-mail to j.hoffner@verizon.net

John D. Hoffner, Esq.
John D. Hoffner, PLLC
1920 N Street, N.W., Suite 800
Washington, DC 20036

Re: STB Finance Docket No. 34802, *PYCO Industries, Inc. - Alternative Rail Service*
- *South Platte Switching, Ltd. Co.*

Dear John:

This is intended to implement the agreement on operating protocols and other issues that were reached during conference telephone calls on January 30 and January 31.

During the period between January 27, 2006 and February 26, 2006, inclusive, control of dispatch over tracks used to provide rail service to PYCO Plant 1 and Plant 2, as identified below, shall be as follows, seven days per week:

- (1) 7 AM to 10 AM - WTL at PYCO Plant 1, SAW at Farmers' Plants 1 and 2, or Amertury Grain
- (2) 10 AM to 2 PM - WTL at PYCO Plant 2, SAW in Yard
- (3) 2 PM to 7 PM - WTL at Yard, PYCO Plant 1 or PYCO Plant 2

Those times shall be flexible in the sense that neither party shall object to the other party holding over for short periods of time not to exceed 15 minutes in duration.

The control of dispatch shall apply to the following tracks:

- (1) Track No. 1, Track No. 5 and the main track in SAW's Lubbock yard;
- (2) The lead track used to provide service to PYCO Plant 1;
- (3) Track 9298 as the primary means to provide service to PYCO Plant 2, except that Track 31B can be used for that purpose if it is not blocked and if complete movement to Plant 2 would not delay operations of Farmers Compress Company.

WTL's locomotives shall be tied up off SAW's tracks.

FEB-03-2006(FRI) 15:11 PYCO Industries

(FRX)7443221

P.003/003

Feb 03 05 02:09p Dellah Wisener
02-01-2006 18:48am From: T MCFARLAND

8068283345 p.3
212 281 8885 T-681 P.003/003 F-893

THOMAS F. MCFARLAND

John D. Heffner, Esq.
February 1, 2006
Page 2

On each inbound switch from the BNSF yard, WTL shall transport cars for PYCO and for SAW's customers to SAW's yard, where the cars for SAW's customers shall be set off onto Tracks 2 and 3.

SAW shall perform its outbound switch to the BNSF yard separately and independently of WTL's outbound switch. SAW shall be able to provide its outbound switch at any time during the day, provided that the switch does not unreasonably interfere with WTL's operations.

WTL shall move empty cars located on Track Nos. 2 and 3 in SAW's yard for loading by PYCO before bringing additional empty cars of the same type from the BNSF yard for loading by PYCO.

Please sign below if this implements the agreement accurately.

Very truly yours,

Tom McFarland

Thomas F. McFarland
Attorney for SAW

TMF:k:wp20V144e-mail/DH/

AGREED: WEST TEXAS & LUBBOCK RAILWAY CO., INC.

By: *[Signature]*

Title: VICE PRESIDENT